



First Union Rail Corporation
One O'Hare Center
6250 River Road, Suite 5000
Rosemont, IL 60018-4214
Tel 847 318-7575
Fax 847 318-7588

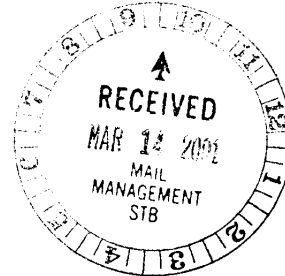
VIA UPS NEXT DAY AIR

March 13, 2001

RECORDATION NO. 21706-A FILED

Mr. Vernon E. Williams
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

MAR 22 '01 10-00 AM
TS
SURFACE TRANSPORTATION BOARD



Re: Memorandum of Lease Agreement

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals and one (1) copy of a Memorandum of Lease Agreement, dated November 21, 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Commission under Recordation number 21706.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Center
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Archer Daniels Midland
4666 Faries Parkway
Decatur, IL 62525

A description of the railroad equipment covered by the enclosed document is thirty-four (34) 5150 cubic foot covered hopper cars, with car numbers NDYX 515006-515470, non-inclusive.

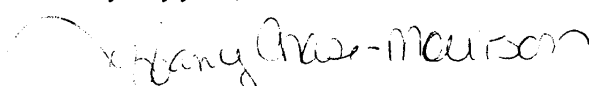
A short summary of the document to appear in the index follows:

Memorandum of Lease between First Union Rail Corporation, Lessor and Archer Daniels Midland, Lessee, covering 34 5150 cubic foot covered hopper cars, with car numbers NDYX 515006-515470, non-inclusive.

Also enclosed is a check in the amount of \$27.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions or concerns regarding the above-referenced matter, please feel free to contact me at (847) 384-5342. Thank you for your cooperation in this matter.

Very truly yours,


Tiffany Chase-Morrison
Manager of Documentation

Enclosures

(ADM021)

RECORDATION NO. 21706-A FILED

MAR 22 '01 10-00 AM

ASSGN. NO.: ADM021

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 21st day of November, 2000, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Archer Daniels Midland Company ("Lessee"), a Delaware corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of August 25, 1997, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 25 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of October 2, 2000 and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: [Signature]
Name: K.A. Dombrowski
Title: DIRECTOR OF DOCUMENTATION

By: [Signature]
Name: RICHARD F. SEYMOUR
Title: Vice President Sales & Marketing

Executed on this 21st day of Nov., 2000.

[CORPORATE SEAL]

STATE OF ILLINOIS
COUNTY OF COOK

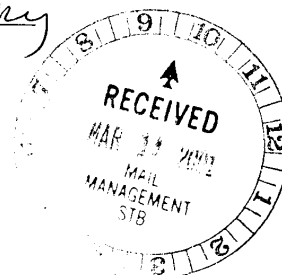
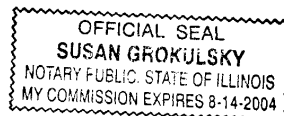
I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 21st day of November, 2000.

[Signature]
Notary Public

My Commission Expires:

8-14-2004
(Notary Public)



LESSEE:

ARCHER DANIELS MIDLAND COMPANY

By: _____

Name: Craig Huss

President

Title: ADM Transportation Division

ATTEST:

By Shawn Burckham

Name: Shawn Burckham

Title: Transportation Analyst

Executed on this 14th day of November, 2000.



STATE OF Illinois

COUNTY OF Macon

I, Patricia K. Kelley, a Notary Public of the County and State aforesaid, certify that Craig Huss personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 14th day of November, 2000.

Patricia K. Kelley
Notary Public

Commission Expires:

08/25/02
(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Thirty-four (34)

DESCRIPTION OF CARS: 5150 c.f. Covered Hopper cars with 286,000 lb. loading capacity

CAR NUMBERS:

NDYX	515006	NDYX	515126
NDYX	515007	NDYX	515135
NDYX	515010	NDYX	515138
NDYX	515014	NDYX	515144
NDYX	515017	NDYX	515151
NDYX	515057	NDYX	515160
NDYX	515064	NDYX	515164
NDYX	515074	NDYX	515195
NDYX	515075	NDYX	515199
NDYX	515077	NDYX	515207
NDYX	515079	NDYX	515225
NDYX	515082	NDYX	515261
NDYX	515088	NDYX	515268
NDYX	515094	NDYX	515274
NDYX	515100	NDYX	515286
NDYX	515115	NDYX	515400
NDYX	515116	NDYX	515470